

E-File: May 5, 2009

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[Proposed] Attorneys for Debtors and  
 Debtors in Possession

# **UNITED STATES BANKRUPTCY COURT**

## **DISTRICT OF NEVADA**

In re:

**THE RHODES COMPANIES, LLC, aka**  
**"Rhodes Homes," et al.,<sup>1</sup>**  
**Debtors.**

Case No.: BK-S-09-14814-LBR  
 (Jointly Administered)

Chapter 11

Affects:

Hearing Date: May 15, 2009

<sup>1</sup> The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

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All Debtors  
Affects the following Debtor(s)

Hearing Time: 1:30 p.m.  
Courtroom 1

**SUPPLEMENTAL DECLARATION OF PAUL DAVID HUYGENS IN SUPPORT OF  
APPLICATION FOR ORDER UNDER SECTION 327(A) OF THE BANKRUPTCY  
CODE AUTHORIZING THE EMPLOYMENT AND RETENTION OF PROVINCE  
REAL ESTATE ADVISORS LLP AS WORK-OUT CONSULTANT TO THE DEBTORS  
AND DEBTORS IN POSSESSION *NUNC PRO TUNC* TO THE PETITION DATE**

I, Paul David Huygens, declare as follows:

1. I am a Principal of Province Real Estate Advisors LLP (“Province”) and am duly authorized to make this declaration on behalf of Province. The facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

2. This Supplemental Declaration is submitted in support of the Application For Order Under Section 327(a) Of The Bankruptcy Code Authorizing The Employment And Retention Of Province Real Estate Advisors LLP As Work-Out Consultant To The Debtors And Debtors In Possession Nunc Pro Tunc To The Petition Date (the “Application”), which was previously filed with this Court on April 24, 2009.

3. As set forth in my initial Declaration in support of the Application, I was previously the CFO for the Debtors from 2004 through 2007. After my employment had terminated, my testimony was required in 2008 for a deposition relating to litigation filed by Deutsche Bank against certain of the Debtors. I received \$1,600 for my services in connection with the deposition, which amount was paid to me by a check dated March 20, 2009 from Rhodes Design & Development Corp.


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1 I declare under penalty of perjury under the laws of the United States of America that the  
2 foregoing is true and correct.

3 Executed this 5<sup>th</sup> day of May, 2009 at Las Vegas, Nevada.

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Paul D. Huygens  
Principal

LARSON & STEPHENS  
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**CERTIFICATE OF SERVICE**

1. On May 5, 2009, I served the following document(s):

- a. **SUPPLEMENTAL DECLARATION OF PAUL DAVID HUYGENS IN SUPPORT OF APPLICATION FOR ORDER UNDER SECTION 327(A) OF THE BANKRUPTCY CODE AUTHORIZING THE EMPLOYMENT AND RETENTION OF PROVINCE REAL ESTATE ADVISORS LLP AS WORK-OUT CONSULTANT TO THE DEBTORS AND DEBTORS IN POSSESSION *NUNC PRO TUNC* TO THE PETITION DATE**

I served the above-named document(s) by the following means to the persons as listed below:  
(*check all that apply*)

- a. **ECF System** (*You must attach the "Notice of Electronic Filing", or list all persons and addresses and attach additional paper if necessary*)

BRETT A. AXELROD on behalf of Creditor SAGEBRUSH ENTERPRISES, INC.  
lvecffilings@gtlaw.com,  
axelrodb@gtlaw.com;koisp@gtlaw.com;dittrichr@gtlaw.com;lvlitdock@gtlaw.com

JANET L. CHUBB on behalf of Creditor COMMERCE ASSOCIATES, LLC tbw@jonesvargas.com

KIRBY C. GRUCHOW on behalf of Creditor Nevada Power Company d/b/a NV Energy  
hkelley@leachjohnson.com

RODNEY M. JEAN on behalf of Creditor Credit Suisse, Cayman Islands Branch  
RJEAN@LIONELSAWYER.COM,  
gbagley@lionelsawyer.com;bklsclv@lionelsawyer.com;mstow@lionelsawyer.com;mtieu@lionelsawyer.com

ZACHARIAH LARSON on behalf of Debtor APACHE FRAMING, LLC ecf@lslawnv.com,  
susans@lslawnv.com

NILE LEATHAM on behalf of Creditor STEERING COMMITTEE OF SENIOR SECURED LENDERS  
nleatham@knevada.com, ckishi@knevada.com;bankruptcy@knevada.com

EDWARD M. MCDONALD on behalf of U.S. Trustee U.S. TRUSTEE - LV - 11  
edward.m.mcdonald@usdoj.gov

SUSAN L. MYERS on behalf of Creditor Credit Suisse, Cayman Islands Branch  
smyers@lionelsawyer.com, gbagley@lionelsawyer.com;bklsclv@lionelsawyer.com

TIMOTHY P. THOMAS on behalf of Creditor STEERING COMMITTEE OF SENIOR SECURED LENDERS  
tthomas@knevada.com, bankruptcy@knevada.com;dketchum@knevada.com

U.S. TRUSTEE - LV - 11  
USTPRegion17.lv.ecf@usdoj.gov

- b. **United States mail, postage fully prepaid**  
(*List persons and addresses. Attach additional paper if necessary*)

SEE ATTACHED

- c. **Personal Service** (*List persons and addresses. Attach additional paper if necessary*)

I personally delivered the document(s) to the persons at these addresses:

LARSON & STEPHENS  
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Las Vegas, Nevada 89101  
Tel: (702) 382-1170 Fax: (702) 382-1169

For a party represented by an attorney, delivery was made by handing the document(s) at the attorney's office with a clerk or other person in charge, or if no one is in charge by leaving the document(s) in a conspicuous place in the office.

For a party, delivery was made by handling the document(s) to the party or by leaving the document(s) at the person's dwelling house or usual place of abode with someone of suitable age and discretion residing there.

**d. By direct email (as opposed to through the ECF System)**  
*(List persons and email addresses. Attach additional paper if necessary)*

Based upon the written agreement of the parties to accept service by email or a court order, I caused the document(s) to be sent to the persons at the email addresses listed below. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

**e. By fax transmission**  
*(List persons and fax numbers. Attach additional paper if necessary)*

Based upon the written agreement of the parties to accept service by fax transmission or a court order, I faxed the document(s) to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission is attached.

**f. By messenger (List persons and addresses. Attach additional paper if necessary)**

I served the document(s) by placing them in an envelope or package addressed to the persons at the addresses listed below and providing them to a messenger for service. *(A declaration by the messenger must be attached to this Certificate of Service)*

**I declare under penalty of perjury that the foregoing is true and correct.**

Signed on : May 5, 2009

Sophia L. Lee  
 (Name of Declarant)

  
 (Signature of Declarant)

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**RHODES HOMES SERVICE LIST**

**Office of the United States Trustee**

Attn: August B. Landis  
300 Las Vegas Blvd. South, Suite 4300  
Las Vegas, Nevada 89101

**Counsel to James M. Rhodes and Sagebrush Enterprises, Inc.**

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3320 W. Sahara Ave.  
Las Vegas, NV 89102

**Administrative Agent to the First Lien Lenders**

CREDIT SUISSE LOAN FUNDING LLC  
Attn: Tom Lynch  
Eleven Madison Avenue, 9th Floor  
New York NY 10010

**Administrative Agent to the Second Lien Lenders**

Wells Fargo Bank, National Association  
Attn: Michael Pinzon  
45 Broadway, 17<sup>th</sup> Floor  
New York, NY 10006

**Counsel to the Administrative Agent for the Second Lien Lenders**

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Ramon M. Naguiat  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
300 South Grand Avenue, #3400  
Los Angeles, CA 90071-3144

**Top 25 Unsecured Creditors**

Sunstate Companies, Inc.  
Attn: Bonnie Butler  
4435 E. Colton Ave, Ste. 101  
Las Vegas, NV 89115

G. C Wallace Inc.  
Attn: Betty Kilmer  
6655 South Cimarron Road  
Las Vegas, NV 89113

Aspen Concrete Inc.  
Attn: Laura Norfolk  
4177 E. Huntington Drive  
Flagstaff, AZ 86004

American Soils Engineering LLC  
Attn: Kenya Barrant  
6000 S. Eastern Ave, Ste 6B  
Las Vegas, NV 89119

Triton Grading & Paving LLC  
Attn: Linda Leavitt  
4220 Arcata Way  
Bldg B, Ste. 1  
N. Las Vegas, NV 89030

Sunland Asphalt  
Attn: Craig Bennett  
P.O. Box 20814  
Bullhead City, AZ 86439

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1 Cabinetec, Inc.  
2 Attn: David Paszli  
3 2711 E. Craig Road  
Suite A & B  
N. Las Vegas, NV 89030

4 K. H. Landscaping, Inc.  
5 Attn: Laura Larkins  
6 2595 South Cimarron Road  
Suite 206  
Las Vegas, NV 89122

7 Envision Concrete  
8 Attn: Mondo Deltoro  
9 5655 Reference Street  
Las Vegas, NV 89122

10 N. J. Shaum & Son Inc.  
11 Marsha Jensen  
12 P.O. Box 819  
Flagstaff, AZ 86002

13 M S Concrete, Inc.  
14 Attn: Nedra Stephenson  
15 3840 North Commerce  
Las Vegas, NV 89032

16 Blair's Carpet Valley  
17 Attn: Shanelle Henerson  
18 7465 West Sunset Rd., Ste. 1200  
Las Vegas, NV 89113

19 American Asphalt & Grading Co.  
20 Attn: Tracy Bassler  
21 3624 Goldfield Street  
N. Las Vegas, NV 89032

22 Evans Recreation Installations  
23 Attn: Liz Martin  
24 P.O. Box 42607  
Las Vegas, NV 89116-1607

25 Integrity Masonry, Inc.  
26 Attn: Herold Lefler  
27 5330 W. Quail Avenue  
Las Vegas, NV 89118



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1 J & J Enterprises, Inc.  
Attn: Melissa Perry  
2 5920 West Cougar Avenue  
Las Vegas, NV 89139

3 Western Landscape Construction  
4 Attn: Laura Larkins  
4670 S. Polaris Avenue  
5 Las Vegas, NV 89103

6 WestCor Construction  
7 Attn: Steve Christianson  
5620 Stephanie Street  
8 Las Vegas, NV 89122

9 Interstate Plumbing & A/C  
10 Attn: Ceil Cartwright  
7201 West Post Road  
11 Las Vegas, NV 89122

12 Slater Hanifan Group  
13 Attn: Darcie Wood  
5740 S. Arville #216  
14 Las Vegas, NV 89118

15 TSS Enterprises, Inc.  
16 Attn: Gary Simler  
2827 East Illini Street  
17 Phoenix, AZ 85040

18 Westar Kitchens & Bath  
Attn: Richard Kerner  
19 9025 S. Kyrene Road  
20 Tempe, AZ 85284

21 Iovino Masonry Inc.  
Attn: Kim Hardin  
22 9260 El Camino Road  
Las Vegas, NV 89139

23 The Masonry Group Nevada, Inc.  
24 4685 Berg Street  
25 North Las Vegas, NV 89081

26 Northland Exploration Surveys  
528 West Aspen Avenue  
27 Flagstaff, AZ 86001-5308  
28

**Request For Special Notice**  
**Counsel to Steering Committee of Senior Secured Lenders**

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